UNITED STATES BANKRUPTCY COURT
MIDDLE DISTRICT OF FLORIDA
ORLANDO DIVISION

In re:

8 MILE RANCH, LLC, **Case No. 6:12-bk-10227-KSJ**

Debtor.
_________________________________/

ORDER CONFIRMING CHAPTER 11 PLAN OF LIQUIDATION

THIS CASE came on for hearing on September 11, 2013, to consider approval of the Debtor’s Disclosure Statement (Doc. No. 74) and confirmation of the Debtor's Plan of Liquidation ("the Plan") (Doc. No. 73).

The Plan was transmitted to creditors and interest holders. After hearing on proper notice, upon the confirmation affidavit presented at the hearing, and for the reasons stated orally and recorded in open court, the Court finds and determines that the requirements of confirmation as set forth in 11 U.S.C. Section 1129(a) of the Bankruptcy Code have been satisfied. Accordingly, it is

ORDERED:

1. The Debtor’s Disclosure Statement (Doc. No. 74) is approved.

2. The Debtor’s Plan (Doc. No. 73) together with modifications announced orally at the Confirmation hearing is confirmed.

3. The Debtor shall file all objections to claims within thirty (30) days of the date of this Order.

4. Pursuant to the Plan and in accordance with Section 1146(c) of the Bankruptcy Code, the issuance, transfer or exchange of securities pursuant to this Plan, or the transfer of, or creation of any lien on, any property of the Debtor pursuant to this Plan or pursuant to an Order of

the Court, shall not be taxed under any law imposing a stamp tax, transfer tax, recordation tax, or similar tax.

5. Subparagraph 1(j) contained in Article VII of the Plan is stricken in its entirety from the Plan. There will be no right of way easement in favor of the Debtor.

6. The classifications of Claims and Equity Interests for purposes of the distributions to be made pursuant to the Plan shall be governed solely by the terms of the Plan except as provided herein.

7. The Real Property shall be deeded to the Machado Creditors, or its designee, after this Order becomes final and non-appealable. Counsel for the Machado Creditors shall prepare the Warranty Deed and any other commercially reasonable conveyance documents, which shall be executed by the Debtor in order to convey clear and marketable title to the Real Property.

8 . All filing and recording officers are hereby ordered to accept for filing or recording all instruments of transfer to be filed and/or recorded, without payment of such transfer taxes consistent with 11 U.S.C. §1146(a). For the avoidance of doubt, each and every federal, state, and local governmental agency or department is hereby directed to accept any and all documents and instruments necessary or appropriate to consummate the transactions contemplated by the Plan.

9. All Equity Interests in the Debtor will be extinguished on the Effective Date of the Plan, except as set forth in the Plan.

10. The Court shall retain jurisdiction in accordance with Section VIII of the Plan and to enforce, modify or resolve any of the terms of this Order, including; but not limited to effectuate the transfer of the Real Property from the Debtor to the Machado Creditors or their

designee as set forth in Paragraph 5 and correcting the previous disclosed scriveners' errors in the legal description raised pre-petition in the Real Property foreclosure action.

11. Except as otherwise provided in 11 U.S.C. §1141(d)(3), upon entry of this Confirmation Order, the provisions of the Plan shall bind (i) any holder of a Claim against or Equity Interest in the Debtor and its respective successors and assigns, whether or not such Claim or Equity Interest of such holder is impaired under the Plan and whether or not such holder has accepted the Plan, (ii) every other party in interest in Chapter 11 Case, and (iii) all parties receiving property under the Plan, and their respective heirs, executors, administrators, successors, or assigns.

12. Pursuant to 11 U.S.C. §§365(a) and 1123(b)(2), all executory contracts and leases that have not already been deemed rejected shall be deemed rejected as of the Effective Date. Parties to such rejected leases and contracts are required to submit their claims for rejection damages, if any, pursuant to the provisions of 11 U.S.C. §502(g), within 30 days after the entry of this Confirmation Order, and any Allowed Claim resulting from rejection shall be a Class 4 Claim except as otherwise provided in the Plan.

13. Notwithstanding anything herein to the contrary, as of the Effective Date, the Debtor and its officers, directors, employees, managing directors, accountants, financial advisors, investment bankers, agents, restructuring advisors, and attorneys, and each of their respective agents and representatives (but solely in their capacities as such) shall not have or incur any liability for any Claim, cause of action or other assertion of liability for any act taken or omitted to be taken in connection with, or arising out of, the Chapter 11 Case, the formation, dissemination, confirmation, consummation or administration of the Plan, property to be distributed under the Plan or any other act or omission in connection

with the Chapter 11 Case, the Plan (or any prior proposed version of the Plan), the Disclosure Statement or any contract, instrument, document or other agreement related thereto; consistent with the provisions of 11 U.S.C. § 1125(e), and such claims shall be deemed expressly waived and forever relinquished as of the Effective Date.

14. The Debtor is authorized to consummate the Plan.

15. Within 120 days of the date of this Order, the Debtor shall file a post-confirmation status report, setting forth the progress made in consummating the Plan. The report shall include a statement of:

a. Distribution by class, name of creditor, date of distribution, and amount paid;

b. Transfers of property;

c. Efforts that have been undertaken by the Debtor to generate a dividend for the Class IV creditors; what actions have not yet been undertaken and what is left to be done; including the identification of any known or potential causes of action, failing which the prosecution of any known or unknown such causes of action shall be forever barred.

d. Affirmation that the Debtor has substantially complied with the provisions of the confirmed Plan.

16. Upon entry of this Confirmation Order, all holders of Claims and Equity Interests and other parties in interest, along with their respective present or former employees, agents, officers, directors or principals, shall be enjoined from taking any actions to interfere with the implementation or consummation of the Plan.

17. The reorganized Debtor shall timely pay post-confirmation quarterly fees assessed pursuant to 28 U.S.C. §1930(a)(6) until such time as this Bankruptcy Court enters a final decree closing this Chapter 11 case, or enters an order either converting this case to a case under Chapter 7 or dismissing this case. After confirmation, pursuant to 11 U.S.C. §1106(a)(7) and Bankruptcy Rule 2015(a)(5), the reorganized Debtor shall file with the Bankruptcy Court and shall serve on the United States Trustee a financial report or statement of disbursements for each quarter (or portion thereof) that this Chapter 11 case remains open, in a format prescribed by the United States Trustee.

18. The Debtor shall pay all fees owing to the Office of the United States Trustee within ten days of entry of this Order.

19. The Debtor shall file a Certificate of Substantial Consummation and a Motion for Final Decree with thirty (30) days after the later of:

a. the Effective Date of the Plan; or

b. disposition of all objections to claims, adversary proceedings and other contested matters.

20. In the event the Debtor is unable to comply with the provisions of Local Rule 3022-1, the Debtor shall file a report within ninety (90) days from the date of this Order of Confirmation, setting the progress made in consummating the Plan. The report shall include: (1) a statement of distribution by class, name of creditor, date of distribution, and amount paid; (2) a statement of transfer of property; and (3) a statement of affirmation that the debtor has substantially complied with the provisions of the confirmed Plan.

21. The Court retains jurisdiction for any and all matters that may come before the Court in the administration of the Plan of Reorganization and pursuant to the Order of Confirmation, specifically including but not limited to, the jurisdiction to determine all objections that have

heretofore been or may be filed to claims of creditors; to fix and award all compensation to parties who may be so entitled; to hear and determine all questions concerning the assets or property of the Debtor, including any questions relating to any sums of money, services, or property due to the debtor; and determine all matters of any nature or type necessary or appropriate to carry out the Plan.

DONE and **ORDERED** in Orlando, Florida on September 27, 2013.

KAREN S. JENNEMANN
Chief United States Bankruptcy Judge

Attorney Richard Webber is directed to serve a copy of this order on interested parties and file a proof of service within 3 days of entry of the order.